



MPA

Metrolina Paralegal Association

Post Office Box 36260, Charlotte, North Carolina 28236

**AMENDED & RESTATED BYLAWS OF
THE METROLINA PARALEGAL ASSOCIATION**

(Approved and adopted April 8, 1999; updated April 10, 2008 and May 14, 2009)

Article One

Name

The name of this association shall be The Metrolina Paralegal Association (hereinafter referred to as the "Association"). This Association shall be affiliated with the National Association of Legal Assistants, Inc. ("NALA").

Article Two

Principal Address

The principal mailing address of the Association shall be P.O. Box 36260, Charlotte, North Carolina 28236-6260. The Association may have such other office or offices as may from time to time be designated by the Executive Board.

Article Three

Objectives and Purposes

The objectives and purposes of this Association shall be:

1. To establish good fellowship among Association members, NALA, and members of the legal community;
2. To encourage a high order of ethical and professional attainment;
3. To promote the profession of the paralegal; educating the public for the advancement and improvement of the profession; and broadening public understanding of the skills and function of the paralegal;
4. To encourage and foster continuing legal education of members of the Association;
5. To cooperate with local, state and American Bar Associations; and
6. To support and carry out the programs, purposes, aims and goals of NALA.

Article Four **Policy**

The Association shall be nonsectarian, nonpartisan, nonprofit, and nonunion. No actions or programs may be initiated or undertaken (now or in the future) in conflict with the Bylaws of NALA or of the policies of that association.

The Association may assemble and disseminate statistics and other information, conduct investigations, and advertise and publicize its activities in or by any manner deemed suitable or appropriate by the Executive Board.

The Executive Board of the Metrolina Paralegal Association may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument on behalf of the Association, and such authority may be general or confined to specific instances.

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of a two-thirds (2/3) majority of the Executive Board. Such authority may be general or confined to specific instances.

Article Five **Members**

1. Eligibility. Membership shall be open to paralegals, students in paralegal programs, attorneys, paralegal educators, officers of title insurance companies, and others of at least equal professional qualifications in related fields. Classes of members and their respective rights and privileges shall be as follows:

(a) General Member. A person shall be eligible to become a General Member of the Association provided such person either resides or is employed in North Carolina or South Carolina and:

(i) has completed at least three (3) years of continuous on-the-job training as a paralegal under the direct supervision of a licensed practicing attorney; or

(ii) has successfully completed a curriculum of paralegal training and is or has been employed under the direct supervision of a licensed practicing attorney; or

(iii) is a certified legal assistant as certified by the National Association of Legal Assistants, Inc.; or

(iv) *is a North Carolina Certified Paralegal.*

General Members shall be entitled to vote at all meetings of the Association and may hold elected office. Persons eligible for general membership shall make application for such membership in the manner adopted by the Executive Board.

(b) Associate Member. A person shall be eligible to become an Associate Member of this Association provided such person:

(i) is employed under the direct supervision of an attorney as a paralegal, but has been so employed for less than three (3) years; or

(ii) has successfully completed a paralegal training program but has had no practical experience as a paralegal; or

(iii) is enrolled as a student in a paralegal training program; or

(iv) is an individual, attorney, or paralegal program representative who endorses the paralegal concept or is involved in the promotion of the paralegal profession.

Associate Members shall not be entitled to vote at meetings of the Association and may not hold elected office. Such members may, however, chair and/or serve on Committees. Associate Members who have become eligible for general membership are responsible for notifying the First Vice President of the change in classification in the manner adopted by the Executive Board.

(c) Patron Members. A person and/or firm who expresses interest in giving added support to the goals and programs of the Association by paying such annual dues as may be set by the Executive Board. A Patron Member shall not be entitled to vote at membership meetings of the Association and may not hold office. Such a member may, however, serve as a voting Committee member.

All Patron Members shall receive a copy of all editions of the Paraview, and their names will be listed in all publications of the Association to denote their special status.

(d) Honorary Members. The Executive Board of the Association shall have the power to bestow honorary membership status on a person (who may or may not be a member of the Association) who has supported the goals and programs of the Association and given of their time and energy to such an extent that the membership and/or Executive Board of the Association feels his/her contributions deserve to be given special recognition. An Honorary Member shall not be entitled to vote at membership meetings of the Association and may not hold office.

2. Application. Application for membership shall be submitted to the Association on forms approved by the Executive Board. The forms should clearly state that the Association is an affiliated association of NALA and that all members are bound by the NALA Code of Ethics and Professional Responsibility in addition to any code adopted by the Association.

3. Rejection of Membership. If an application for any class of membership shall be rejected by the Membership Committee, the application shall be returned to the applicant by the Membership Committee with a letter outlining the reasons for such rejection.

4. Removal from Membership. On recommendation by the Ethics Committee, the Executive Board (by a majority vote of all its members) may cancel the membership of or remove from office any member who has:

- (a) violated the Code of Ethics as adopted by the Association, or
- (b) been guilty of conduct which could substantially injure the Association or its good name, or
- (c) failed to maintain a high standard of professional conduct.

5. Appeal from Cancellation or Rejection of Membership. Any individual whose membership has been rejected or canceled may make a written appeal for reinstatement as follows:

- (a) To the Executive Board, which appeal shall be heard at its next regular or special meeting, which is at least thirty (30) days from the date of denial or rejection. Appellant shall have the right to appear before the Executive Board at the time of the review.
- (b) No appellant shall have the right to apply for appeal more than once.
- (c) Any member whose application for reinstatement is pending shall not be entitled to any of the rights of a member in good standing.

Article Six

Dues

Dues for all classes of members shall be set annually by the Executive Board and presented to the membership for approval at any regularly scheduled meeting. Such dues shall be due and payable on the first day of July of each year and must be received within 30 days thereafter. A statement of dues for the ensuing fiscal year must be mailed by the First Vice President to members by June 1 of each year. Payment of dues must be made to said First Vice President. Non payment of dues by August 1st shall result in suspension of such person's membership. If a member does not renew his or her membership by September 1st such person shall be deemed a new applicant and shall pay the \$10.00 application fee when his or her request for reinstatement of membership is submitted. No dues shall be pro-rated.

In addition to the foregoing, the following shall apply to General Members or Associate Members, as the case may be:

1. Amount and Due Date. Upon application for membership, the applicant shall pay an application fee of \$10.00 and the then current dues as set forth by the Executive Board for applicant's class of membership.

If such member's application is accepted in April, May or June, the member may

- (a) have such dues applied to the following fiscal year and forfeit voting rights for the remainder of the current fiscal year, or

(b) have such dues applied to the current fiscal year and maintain voting rights.

2. Change in Classification. Upon acceptance of an application by an Associate Member for change of classification to General Member, such person shall pay the difference between the dues currently set by the Executive Board for Associate Members and General Members, if any.

3. Patron Members. Patron Members shall pay annual dues; however, they will not be accountable for an initiation fee. Dues will be set by the Executive Board upon recommendation of the Finance Committee.

Article Seven **General Meetings**

1. Membership. There shall be a meeting of the members of the Association and their guests each month during the year and at such other time(s) as may be deemed necessary or appropriate upon call of the President.

2. Monthly Meetings. Reservations will be required for all meetings and members will be held responsible to pay for their meal if they do not cancel their reservation at least twenty-four (24) hours prior to the meeting. If a member holding a reservation does not attend the meeting, the Treasurer will forward a letter to the member requesting immediate payment. If payment is not made within thirty (30) days of the date of the letter, the Treasurer will send a second notice for payment to the member. If payment is not made within fifteen (15) days of the date of the second notice, the Executive Board will have the right to suspend the member's membership rights until such payment is made.

3. Educational Meeting Quota. It is required that this Association hold a minimum of six (6) educational events or a total of ten (10) hours of education during each fiscal year in order to maintain affiliation with NALA. These programs may be held in connection with a regular meeting of the membership.

4. Quorum. A quorum shall be defined as a majority of the voting members present at any meeting; provided, however, in order to effect a change in the Bylaws, a quorum shall be constituted as hereinafter provided in Article Thirteen.

5. Proxy Vote. Any General Member in good standing may appoint another General Member, by written authority, to vote his/her proxy at any meeting for the election of officers or at any meeting called for the purpose of amending the Bylaws of the Association. Such proxy shall be on a form approved by the President and shall be valid only for the item which is to be voted on for the meeting for which it shall be given. Such proxy shall become invalid if the signed member attends the meeting. Proxies shall be filed by General Members with the Secretary of the Association not less than one (1) week before the meeting is called to order for which such proxy is valid.

Article Eight **Officers**

1. Nominations. Officers of the Association shall be elected at the meeting of members in April of each year. Nominees must be active working General Members for a minimum of one (1) year and be in good standing with the Association. Nominations for officers shall be made in the manner adopted by the Executive Board and shall be presented to the members for consideration at the March meeting. In addition, nominations may be made from the floor at the April meeting. Officers shall be elected by a majority of voting members present in person, or by proxy, at the April meeting. All officers shall be elected for a term of one (1) year and may serve in such elected office for one (1) successive term. Unexpired terms of office shall be filled by appointment of the Executive Board. Any officer absent from three (3) consecutive membership meetings without good cause as determined by the Executive Board may be removed from office by the Executive Board.

2. Notice to NALA. Names of newly-elected or appointed officers shall be submitted to NALA headquarters and the Affiliated Associations Director within thirty (30) days after election and/or appointment.

3. Expenditures/Compensation. No officer shall be compensated for duties performed on behalf of the Association; however, an officer or any other member of the Association may be reimbursed for out-of-pocket expenses incurred in Association-related activities upon prior approval of the Treasurer and/or the appropriate Committee Chair. Any officer or member may submit vouchers to the Treasurer for approval, and reimbursement for expenditures for which prior approvals were not obtained, but such approval and reimbursement shall be at the sole discretion of the Executive Board.

4. Officers. Officers of the Association and their respective duties shall be as follows:

(a) President. The President shall preside over all meetings of the Executive Board and membership and shall appoint Standing and Special Committee Chairs unless otherwise provided in these Bylaws. The President shall be an ex-officio member of all Committees.

(b) First Vice President. The First Vice President shall assume all duties assigned to the President in the absence of the President at any meeting of the Executive Board, membership, or Committees, and shall chair the Membership Committee.

(c) Second Vice President. The Second Vice President shall assume all duties assigned to the President in the absence of the President and the First Vice President at any meeting of the Executive Board, membership, or Committees. The Second Vice President shall chair the Program and Education Committee.

(d) Third Vice President. The Third Vice President shall assume all duties assigned to the President in the absence of the President and the First and Second Vice Presidents at any meeting of the Executive Board, membership, or Committees, The Third Vice President

shall chair the Job Bank Committee and be responsible for maintenance of the Association's website.

(e) Secretary. The Secretary shall be responsible for keeping accurate minutes of all meetings of the Executive Board and membership and shall see that all notices required by the Bylaws are duly given. The Secretary shall be the custodian of the records, books, reports and other documents of the Association. The Secretary shall make the minutes of any Association meeting available to the NALA President upon request.

(f) Treasurer. The Treasurer shall deposit all funds into and make all disbursements from a bank account held in the name of the Association. All deposits must be made within five (5) banking days of receipt. All disbursements shall be made by check and must be approved by the Treasurer within seven (7) days of receipt of the invoice; except, however, any extraordinary expenses must have Executive Board approval before any obligation to pay is incurred. The Treasurer shall maintain a ledger recording all disbursements and receipts of the Association and shall prepare monthly reports of the disbursements and receipts of the Association for approval first by the Executive Board and then by the general membership. Once the monthly report is approved by the general membership, it shall be attached to the official membership meeting minutes as part of the permanent record of the Association. The Treasurer shall also chair the Finance Committee.

(g) Parliamentarian. The Parliamentarian shall be familiar with the Bylaws of the Association and the NALA Bylaws and shall be responsible for parliamentary procedures at all meetings of the Executive Board and membership. Roberts Rules of Order Newly Revised shall be the parliamentary authority for items not covered by these Bylaws. The Parliamentarian also shall be responsible for preparing any revisions to the Bylaws in the manner adopted by the Executive Board.

(h) Historian. The Historian shall keep a photographic and written history of the activities of the Association.

(i) NALA Liaison. This officer shall be a NALA Member, shall be familiar with the NALA Bylaws and Standing Rules, shall receive minutes of all NALA Meetings, and shall represent the Association at the NALA annual meeting of affiliated associations. This officer shall report quarterly on association activities to the NALA affiliated associations director on forms provided by NALA headquarters, and shall report all officers' names to NALA headquarters and the NALA affiliated associations director.

This officer may submit items the Association wishes discussed to the NALA affiliated associations director and shall participate in discussion sessions at NALA annual meetings. A report to association members on the NALA annual meeting will be required.

This officer shall, within sixty (60) days of passage, notify the NALA Parliamentarian and affiliated associations director of any changes in the Association's Bylaws. This officer shall be the main contact between NALA and the Association. This officer shall be a member of the governing body of this Association.

5. Executive Board. The Executive Board shall be the governing body of the Association and shall be composed of the President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, Historian, Parliamentarian, NALA Liaison, and the Chair of each Standing Committee. The immediate Past President of the Association shall be an ex-officio member of the Executive Board. The Executive Board shall meet at any time deemed necessary or appropriate upon call of the President.

Article Nine **Committees**

1. Standing Committees. The President shall appoint Standing Committee Chairs not otherwise provided for in these Bylaws, subject to the approval of the Executive Board and membership on such Committees shall be on a voluntary basis. All Committee Chairs shall report to the President unless otherwise indicated by these Bylaws. Appointments are to be made no later than thirty (30) days after the May meeting, if possible. Such Committees and their duties are as follows:

(a) Finance. The Treasurer shall chair the Finance Committee. Such Committee shall prepare a proposed budget by January 31 for the ensuing fiscal year for adoption by the membership. The proposed budget shall be submitted to and approved by the Executive Board prior to the submission to the membership. The Finance Committee and the Membership Committee shall make a joint recommendation to the Executive Board with respect to the setting of dues for the ensuing fiscal year of the Association.

(b) Membership. The First Vice President shall chair the Membership Committee. Said Membership Committee shall be responsible for developing campaigns to encourage membership in the Association and shall receive and approve membership applications. Upon approval of such application for membership, the Chair shall prepare membership cards, certificates or letters for all members and shall collect and deliver the appropriate fees to the Treasurer. The First Vice President shall be responsible for maintaining a current list of all members and reporting the membership annually to NALA with the renewal fee for continued affiliation with NALA, keeping a record of each member's payment of dues, and sending renewal notices to members regarding the payment of annual membership dues. The First Vice President shall also notice members regarding delinquent dues and make a report thereof to the Executive Board. The Membership Committee shall make a joint recommendation with the Finance Committee to the Executive Board with respect to the setting of dues for the ensuing fiscal year of the Association. Such Committee also shall be responsible for updating the Membership Directory for the approval of the Executive Board by such date as shall be determined by the Executive Board.

(c) Patron Membership Committee. This Committee shall be responsible for developing Patron Membership in the Association and receiving Patron Membership applications. Said applications shall be submitted to the Membership Committee for approval.

(d) Program and Education. The Second Vice President shall chair the Program and Education Committee. Such Committee shall be responsible for the planning of a program for each meeting of the membership, with emphasis on continuing education. Such

Committee also shall plan and carry out educational seminars from time to time. Information with respect to educational seminars offered by the National Association of Legal Assistants, and such other educational information as may be of interest to the membership shall be made available by this Committee.

(e) Job Bank Committee. The Third Vice President shall chair the Job Bank Committee. Such Committee shall be responsible for contacting law firms and agencies and scanning newspapers and publications for information with regard to job vacancies. The information obtained shall be made available to any party requesting same *and be maintained on the Association's website.*

(f) Audit Committee. The Executive Board will appoint the Audit Committee Chair, and this Chair will not already be a member of the Executive Board. Such Committee shall be responsible for certifying the correctness of all disbursements and receipts of the Association prior to the end of each fiscal year. Such Committee also shall be responsible for verifying the accuracy of all monthly Treasurer's reports.

(g) Mecklenburg County Bar Relationship Committee. This Committee shall be chaired by the Mecklenburg County Bar Liaison and be responsible for maintaining contact and communication between the Association and the Bar, enhancing the relationship between the Association and Bar, and such other similar matters, and making recommendations to the Executive Board for action, if any, by the Association.

(h) Ethics Committee. This Committee will resolve any questions of ethics presented to it.

(i) Nominations and Elections. This Committee shall consist of the President and four (4) members, three (3) of whom must be General Members. Nominees for office (to be presented to the membership at the March meeting) must have accepted such nominations prior to presentation of their names as candidates for office. The President shall be excused from any meeting of the Committee considering nominations for the office of President if he/she is eligible for re-election to such office.

(j) Publicity Committee. This Committee shall be responsible for the publication of the Association's official newsletter and/or magazine and shall assist the President in publicizing the goals, purposes and activities of the Association.

(k) Social Committee. This committee shall be responsible for planning and recommending to the Executive Board social activities for the Association and shall carry out such approved activities.

(l) Ways and Means Committee. This Committee shall be responsible for planning and recommending to the Executive Board fund-raising activities for the Association and shall carry out such approved activities.

(m) Advertising Committee. This Committee shall solicit advertisements in connection with the legal profession for placement in the Association's official publications pursuant to the advertising policy established by the Executive Board.

(n) Student/School Relationship Committee. This Committee shall be chaired by the Student/School Liaison and be responsible for maintaining contact and communication between the Association and the educational institutions in the Metrolina area which maintain active paralegal training programs and enhancing the relationship between the Association and said education institutions. In addition, this Committee shall be responsible for coordinating and promoting the Meredith R. Pollette Annual Scholarship Contest and the awarding of said Scholarship.

2. Special Committees. The President may at any time form a Special Committee for such purpose as deemed necessary and in the best interest of the Association.

3. Membership on Committees. Membership on Committees shall be voluntary, or if deemed necessary due to insufficient members having volunteered, by appointment of the President.

4. Limit of Committee Authority and Action. At no time shall a Standing or Special Committee preempt the stated authority and function of any officer of the Association. No Standing or Special Committee shall represent the Association nor hold itself out as being vested with any authority without specific authorization of the Executive Board. No such Committees shall likewise incur any financial obligations nor contract for this Association without specific authorization from the Executive Board.

5. Records. Detailed records of all actions of the Executive Board and each Committee shall be kept on file and are the property of the Association. As such, records kept by each officer and Committee Chair shall be passed on to his/her successor within thirty (30) days after the installation of officers.

Article Ten **Fiscal Year**

The fiscal year of the Association shall be from May 1 through April 30 of each year.

Article Eleven **Code of Ethics**

Every member of this Association shall subscribe to and be bound by the Code of Ethics and Professional Responsibility of NALA and any other code so adopted by the membership of this association. A copy of the NALA Code of Ethics and Professional Responsibility is attached hereto and incorporated herein by reference.

Article Twelve **Standing Rules**

The Executive Board shall and any General Member may propose and recommend Standing Rules to cover such matters and procedures governing the conduct of the affairs of the Association as annual dues, number of educational/social programs, and such other matters and procedures as may be deemed necessary or appropriate from time to time.

Such Standing Rules may be adopted and/or amended by a majority vote of the General Members present at any regularly scheduled or noticed meeting.

Article Thirteen
Amendments to the Bylaws

These Bylaws may be amended in whole or in part provided said amendments are not in conflict with NALA Bylaws. Notice of any meeting called for the purpose of amending the Bylaws must be given at least twenty-five (25) days prior to the date of such meeting, and the Parliamentarian of the Association shall be charged with the duty of timely notice of the meeting, together with a copy of the proposed amendments, to all General Members of the Association. A quorum at such meeting shall be a majority of those General Members present either in person or by proxy. The NALA Parliamentarian must be advised of any amendments within sixty (60) days of passage.

Article Fourteen
Dissolution

In the event of dissolution of this Association, all property and assets shall be distributed to a qualifying nonprofit, charitable organization as defined by the Internal Revenue Code and shall be selected by a majority vote of the remaining General Members of the Association at a meeting called for that purpose. In no event shall any of such property and assets be distributed to any member of the Association or to benefit any member or private individual.

Article Fifteen
Retention of Affiliation

Affiliation with NALA is renewable each year by payment of an affiliation fee and attached to a current membership roster. In the event of suspension of affiliation, this Association may re-affiliate with NALA by submitting a new application with membership roster, bylaws, sample of educational programs, petition and current initial fee.

In addition to the renewal fee, this Association must comply with the required reports and requested procedures as outlined in these Bylaws.

The annual renewal fee is payable on October 1 and delinquent November 1. Payment received after due date must be accompanied by a late fee penalty established by NALA.